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11 | *Class Counsel*

[12] [Additional Counsel on Signature Page]

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

19 IN RE AIMMUNE THERAPEUTICS, INC.  
20 SECURITIES LITIGATION

Master File No. 3:20-CV-06733-MMC

**DECLARATION OF JUAN E.  
MONTEVERDE IN SUPPORT OF  
CO-LEAD PLAINTIFFS' MOTION FOR AN  
AWARD OF ATTORNEYS' FEES AND  
EXPENSES AND AWARDS TO CO-LEAD  
PLAINTIFFS PURSUANT TO  
15 U.S.C. § 78u-4(a)(4)**

Hearing: July 18, 2025  
Time: 9:00 a.m.  
Court: Courtroom 7, 19th Floor  
Judge: Hon. Maxine M. Chesney

1 I, Juan E. Monteverde, declare as follows:

2       1. I am an attorney duly licensed to practice law in the State of New York and am  
3 admitted to practice *pro hac vice* before this Court. I am the Founder and Managing Partner at the  
4 law firm Monteverde & Associates PC, Co-Lead Counsel for Co-Lead Plaintiffs Cecelia Pemberton,  
5 Bruce Svitak, and Barbara Svitak in the Action, and Court-appointed Class Counsel.

6       2. I submit this declaration in support of Co-Lead Plaintiffs' Motion for an Award of  
7 Attorneys' Fees and Expenses and Awards to Co-Lead Plaintiffs pursuant to 15 U.S.C. §78u-4(a)(4).

8       3. I have personal knowledge of the facts set forth herein and if called as a witness, could  
9 and would testify competently to these facts under oath.

10      4. During the course of the Action, Defendants and third parties produced and Class  
11 Counsel reviewed more than 313,000 pages of discovery documents, including e-mails, board  
12 materials, financial data and projections, analyst reports, and other Merger-related documentation.  
13 The parties conducted 19 fact and expert witness depositions. All three Co-Plaintiffs sat for  
14 depositions and produced documents to Defendants. Plaintiffs also prepared and mailed surveys to  
15 approximately 2,104 potential class members regarding the importance of the facts at issue in the  
16 case to the average reasonable investor. In addition, the parties engaged respective experts. Plaintiffs  
17 retained William Jeffers, CFA of the Griffing Group, and Defendants engaged Paul A. Gompers.  
18 Both experts filed extensive opening and responsive reports, and both experts were deposed.

19      5. On September 24, 2024, the parties participated in a mediation before David M.  
20 Murphy of Phillips ADR Enterprises, P.C. By the time the parties participated in the mediation, fact  
21 and expert discovery was complete, and both parties had fully briefed and opposed respective motions  
22 for summary judgment and *Daubert* motions. In connection with the mediation, the parties provided  
23 the mediator with mediation statements and presentations. While the parties were not able to reach a  
24 settlement at the mediation, the parties continued their discussions with the assistance of Mr. Murphy.  
25 On October 31, 2024, at the request of the parties, the hearing on the summary judgment and *Daubert*  
26 motions was rescheduled to November 8, 2024, to allow the parties to focus on ongoing settlement  
27 negotiations. On November 7, 2024, after further negotiations, the parties accepted a double-blind

1 mediator's proposal and reached an agreement in principle to resolve the Litigation, subject to Court  
2 approval.

3       6. Through the mediation process, the strengths and weaknesses of the parties' claims  
4 and defenses were extensively debated; negotiations were hard-fought; and Plaintiffs and Class  
5 Counsel were thus well-positioned to evaluate the strengths and weaknesses of the claims and  
6 defenses, as well as the fairness of the Settlement. On November 7, 2024, after further negotiations,  
7 the parties accepted a mediator's proposal and reached an agreement in principle to resolve the  
8 Litigation, subject to Court approval. Thereafter, the parties memorialized the terms of the Settlement  
9 in the Stipulation.

10     7. While Plaintiffs remained confident in their ability to ultimately prove their claims at  
11 trial, Defendants advanced several credible arguments regarding both liability and damages. For  
12 example, Defendants argued the Recommendation Statement was not false and misleading because  
13 it informed stockholders that the Company's projections had been reduced and included the impact  
14 of the maintenance duration assumption on the share price in an amendment to the Recommendation  
15 Statement. *See* ECF No. 162 at 10-16 (Defendants' Motion for Summary Judgment). They likewise  
16 argued that, because Palforzia had not reached commercialization at the time of the Merger, the  
17 maintenance duration assumption was necessarily an uncertain extrapolation made from a small  
18 number of clinical trials, and that Plaintiffs had not adduced evidence that Defendants intended to  
19 deceive investors regarding this assumption. *Id.* Defendants also argued that Plaintiffs could not  
20 support their claim that Dr. Dallas intentionally manipulated the projections, as he had every incentive  
21 to maximize his own proceeds in the Merger. *Id.* at 18-19. Simply put, establishing Defendants'  
22 liability at summary judgment or trial would be difficult and complex, with success far from certain.

23     8. Even more concerning were Defendants' arguments regarding, and Plaintiffs' unique  
24 hurdle of proving, economic loss in a Section 14 case such as this one. Even if liability had been  
25 established, Defendants had numerous challenges to loss causation and damages, including the fact  
26 that Aimmune stockholders received a 174% premium for their Aimmune shares through the Merger,  
27 and that there was no higher offer on the table. ECF 162 at 20-22; ECF 163. Indeed, based in part on

1 these facts, in a motion pending before the Court at the time of the Settlement, Defendants sought to  
2 exclude vast swaths of Plaintiffs' valuation expert's opinions that, if granted, may have  
3 singlehandedly rendered it impossible for Plaintiffs to prove damages at trial. ECF 163. Perhaps most  
4 compelling of all, though, was Defendants' argument that Nestle had sold Aimmune's primary  
5 product at a substantial loss and essentially written off the value of the acquisition *while this case was*  
6 *pending*. Had that single fact made its way before the jury, a jury may well have found that Plaintiffs  
7 and the Class not only suffered no loss at all, but that Nestle in fact overpaid for Aimmune to begin  
8 with.

9       9. Moreover, while the Class had already been certified by the Court, Rule 23(c)(1)  
10 provides that a class certification order may be altered or amended at any time prior to a decision on  
11 the merits, such that there was an ongoing risk that any certified class could have been disturbed on  
12 appeal or if Defendants successfully moved to decertify the Class. And, even if Plaintiffs prevailed  
13 at a trial, Defendants would almost certainly file an appeal – a process that would further extend the  
14 litigation for years and risk reversal of any verdict. Finally, barring the Settlement, this case would  
15 require the expenditure of substantial time and money for trial and beyond, with no guarantee that  
16 any additional benefit would be provided to the Settlement Class, and with the risk that the Class  
17 would receive nothing. As noted, at the time the Settlement was reached, Defendants' motion for  
18 summary judgment sought dismissal of all claims. Conversely, the Settlement confers a substantial  
19 and immediate benefit and avoids the risks associated with obtaining a wholly speculative (though  
20 potentially larger) sum in the future. In sum, Class Counsel believes the Settlement balances the  
21 risks, costs, and delay inherent in complex cases, is a meaningful recovery, and thus merits  
22 preliminary approval.

23       10. Here, the \$27.5 million recovery represents (1) 28.9% of damages based on  
24 Aimmune's 52-week high share price (which represented an aggregate plausible damages amount of  
25 \$95 million) and (2) 13.7% of the maximum theoretical aggregate damages of \$201.2 million  
26 calculated by Plaintiffs' expert, assuming Plaintiffs prevailed on *all* claims against Defendants.  
27 Assuming 100% of the shares in the Settlement Class submit a valid and timely Proof of Claim, the  
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1 average distribution will be approximately \$0.60 per share owned (before the payment of Court-  
2 approved fees and expenses (estimated to be approximately \$0.20 per share) and the cost of notice  
3 and claims administration). This proposed Settlement recovery is in line with and exceeds recent  
4 comparable class action settlements and is a very good result for any stage of the litigation. *See*  
5 Exhibit 1 attached hereto.

6       11. As such, Class Counsel believe the Settlement is fair, reasonable and adequate, and in  
7 the best interest of the Settlement Class. While Plaintiffs believe they have meritorious claims and  
8 would have prevailed at trial, there remains a substantial risk that Defendants could prevail on one or  
9 more of their arguments. Defendants have denied, and continue to deny, each and all of the claims  
10 and contentions asserted by Plaintiffs. Plaintiffs believe it is in the interest of the Settlement Class to  
11 offset these risks by settling at this phase of the litigation.

12       12. Class Counsel are well-equipped to understand the complexities and risks associated  
13 with Section 14 cases.

14       13. Class Counsel's compensation for services rendered in this Litigation was wholly  
15 contingent on the success of the Action. Class Counsel are seeking attorney's fees of one-third of the  
16 settlement, which equates to \$9,166,667. These attorneys' fees have not been paid from any source  
17 to Class Counsel and have not been the subject of any prior request, or prior award, in any litigation  
18 or other proceeding.

19       14. Both Monteverde & Associates PC ("M&A") and Kahn Swick & Foti, LLC ("KSF")  
20 are boutique securities firms, and litigating this Action required the devotion of a significant amount  
21 of their finite resources and the foregoing of other opportunities. The Chart below summarizes the  
22 work performed by my firm in connection with the prosecution of this Action. My firm has accrued  
23 3,846.90 attorney hours, representing a total lodestar of \$2,907,215.00 during the pendency of the  
24 Action:

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PROFESSIONAL	HOURS	RATE	LODESTAR
Juan E. Monteverde (Managing Partner)	1,128.70	\$1,025.00	\$1,156,917.50
Miles Schreiner (Senior Associate)	1,160.90	\$850.00	\$986,765.00
Beth Keller (Of Counsel)	53.70	\$800.00	\$42,960.00
David E. Bower (Of Counsel)	111.50	\$800.00	\$91,987.50
John Baylet (Associate)	31.70	\$575.00	\$18,227.50
Jonathan Lerner (Associate)	664.60	\$525.00	\$348,915.00
Jordan Steele (Associate)	143.30	\$475.00	\$68,067.50
Bejamin Vanderhyden (Associate)	552.50	\$350.00	\$193,375.00
<b>TOTALS</b>	<b>3,846.90</b>		<b>\$2,907,215.00</b>

15. My firm's billing records are attached hereto as Exhibit 7. The lodestar was calculated  
 16 based on my firm's regular hourly billing rates and was prepared from time records regularly prepared  
 17 and maintained by my firm. The time reflected was reasonably and necessarily expended.

18. The hourly rates for my firm are the usual and customary hourly rates charged for our  
 19 services in similar litigation. My firm determined the hourly rates after careful consideration,  
 20 including a survey of the prevailing market rates charged for mergers and acquisitions and securities  
 21 litigation. These rates are also in line with hourly rates accepted in this District. *Fleming v. Impax*  
*Laby's Inc.*, 2022 U.S. Dist. LEXIS 125595, at \*28 (N.D. Cal. July 15, 2022) (approving hourly rates of  
 22 \$760 to \$1,325 for partners, \$895 to \$1,150 for counsel, and \$175 to \$520 for associates, and noting that  
 23 such "billing rates [are] in line with prevailing rates in this district for personnel of comparable experience,  
 24 skill, and reputation"); *In re Yahoo! Inc. Customer Data Sec. Breach Litig.*, 2020 U.S. Dist. LEXIS  
 25 129939, at \*102 (N.D. Cal. July 22, 2020) (approving hourly rates of \$490 to \$975 for partners and from  
 26 \$310 to \$800 for non-partners); *Hesler v. Wells Fargo & Co.*, 2018 U.S. Dist. LEXIS 213045, at \*39  
 27 (N.D. Cal. Dec. 18, 2018) (finding rates ranging from \$650 to \$1,250 for partners or senior counsel and  
 from \$400 to \$650 for associates as reasonable); *see also Ziegler v. GW Pharm., PLC*, No. 21-cv-1019-

<sup>1</sup> BAS-MSB, 2024 U.S. Dist. LEXIS 52979 (S.D. Cal. Mar. 25, 2024) (finding M&A's and KSF's hourly rates reasonable in less expensive Southern District of California).

3       17. Additionally, Class Counsel is seeking reimbursement of certain expenses incurred in  
4 connection with the Action. A summary of the expenses incurred by my firm for which we are seeking  
5 reimbursement is detailed below:

CATEGORY	AMOUNT
Court Filing Fees (including <i>Pro Hac Vices</i> )	\$1,673.00
Courier, Overnight Delivery and USPS (including returned env.)	\$3,840.13
Court Transcripts	\$40.95
Consultant and Expert Fees	\$98,441.00
Deposition Transcripts and Expenses	\$25,518.56
eDiscovery Platform	\$12,277.57
Mediation Fees	\$20,228.75
Printer and Photocopies (including survey, depo exhibits, witness binders and chambers copies)	\$4,478.56
<b>TOTAL</b>	<b>\$166,498.52</b>

18. The expenses summarized above are supported by the books and records of my firm, which are prepared from expense vouchers, check records, or other documents, represent an accurate record of the expenses incurred in connection with this Litigation, and were reasonably necessary for the prosecution of this Action. Notably, Class counsel has excluded from its expense request the travel and lodging expenses incurred by M&A and KSF – a New York and New Orleans based firm – in prosecuting the Action. These expenses will be borne entirely by Class Counsel.

1           19. The declaration and billing records of Kahn Swick & Foti, LLC, the other Co-Lead  
2 Counsel/Class Counsel firm in this action, are attached hereto as Exhibit 8.

3           20. **As outlined therein and here, Class Counsel accrued a total 7,356 attorney and**  
4 **support staff hours, representing a total lodestar of \$5,748,037.50 to the present time, and Class**  
5 **Counsel incurred a total of \$325,088.72 in unreimbursed expenses in connection with this**  
6 **Action.**

7           21. Co-Lead Plaintiffs also seek reimbursement for the time and expenses they incurred  
8 relating to their representation of the Settlement Class in this Action in the amount of \$5,000 each  
9 (\$15,000 total). Attached hereto as Exhibits 4-6 are the Declarations of Co-Lead Plaintiffs Cecelia  
10 Pemberton, Bruce Svitak, and Barbara Svitak.

11          22. Exhibits. Attached hereto are true and correct copies of the following exhibits:

12           **Exhibit 1:**           Comparable Cases Chart  
13           **Exhibit 2:**           Firm Resume of Monteverde & Associates PC  
14           **Exhibit 3:**           Firm Resume of Kahn Swick & Foti, LLC  
15           **Exhibit 4:**           Declaration of Ceceila Pemberton  
16           **Exhibit 5:**           Declaration of Bruce Svitak  
17           **Exhibit 6:**           Declaration of Barbara Svitak  
18           **Exhibit 7:**           Billing records of Monteverde & Associates PC  
19           **Exhibit 8:**           Declaration and billing records of Kahn Swick & Foti, LLC

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21          I declare under the penalty of perjury under the laws of the United States of America that  
22 the foregoing is true and correct.

23          Executed on May 2, 2025

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